

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

CARLTON TECHNOLOGIES, INC.,)	
)	
Plaintiff,)	
)	
v.)	Case No. 07-C-6757
)	Judge Coar
JEFFREY GRAFSTEIN)	
and BIZ 120, INC.,)	Magistrate Judge Mason
)	
Defendants.)	

**DEFENDANT JEFFREY GRAFSTEIN'S FIRST AMENDED ANSWER AND
AFFIRMATIVE DEFENSES TO COMPLAINT**

Defendant Jeffrey Grafstein ("Grafstein"), by and through his attorneys, Neal, Gerber & Eisenberg LLP, for his First Amended Answer and Affirmative Defenses to Complaint filed by Plaintiff Carlton Technologies, Inc. ("Carlton"), hereby restates and incorporates his original Answer and Affirmative Defenses to Complaint as if set forth fully herein, and asserts the following additional Affirmative Defense:

1. Prior to Grafstein's departure from Carlton, Ryan Bracken, President of Carlton, expressly told Grafstein that he could contact, solicit, and conduct business with the vendors used by Carlton on behalf of himself and Biz 120, Inc. Thus, Carlton is barred by the doctrines of waiver and release from contending that Grafstein is prohibited from contacting, soliciting and conducting business with Carlton's vendors.

Dated: May 30, 2008

Respectfully submitted,

JEFFREY GRAFSTEIN

By:/s/ Chad W. Moeller
One of His Attorneys

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing *Defendant Jeffrey Grafstein's First Amended Answer and Affirmative Defenses*, was served upon the following parties electronically (via ECF) on May 30, 2008:

John M. Dickman
Ronald Y. Rothstein
Sheila P. Frederick
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By:/s/ Chad W. Moeller
One of Defendants' Attorneys

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